

to incorporate the City and Town of Montreal, as amended by a certain Ordinance of the Governor and Special Council aforesaid, passed for that purpose, also, in the fourth year of Her present Majesty's Reign, and intituled, *An Ordinance to amend the Ordinance to incorporate the City and Town of Montreal*, shall, in so far as they shall not be repugnant to or inconsistent with, the express enactments and evident intent of this Act, extend to, and govern each and every act and thing required or authorized to be performed and done, under the authority of this Act, as if this Act had formed part of the said last mentioned Ordinances, or of either of them.

far as they are not repugnant to this Act, to govern any matter required under this Act.

XXVIII. And be it enacted, that all Acts or Provisions of Law in force in this Province, or in any part thereof, before or up to the time when this Act shall come into force, which shall be inconsistent with, or contradictory to this Act, or which make any provision in any matter provided for by this Act, other than such as is hereby made in such matters, shall, from and after the time when this Act shall come into force, be and they are hereby repealed, except in so far as may relate to any circumstance, act or thing occurring, done, or effected before the commencement of this Act, which shall be dealt with, adjudged upon, and determined, as if this Act had not been passed.

All Acts or Provisions of law repugnant to or inconsistent with this Act to be repealed, except as to past transactions

XXIX. And be it enacted, that this Act shall be and is hereby declared to be a Public Act, and shall as such be judicially taken notice of by all Judges, Justices and other persons in this Province, without being specially pleaded.

To be deemed a public Act.

#### C A P. XLV.

An Act to incorporate Charles Cunningham, Richard Norman, Samuel Amory and others, forming a Joint Stock Company for carrying on the Fishery in the Gaspé District and Gulf of St. Lawrence, and Coal Mining in the said District.

[9th December, 1843.]

Preamble.

**W**HEREAS the improvement and extension of the British Fishery in the Gulf of St. Lawrence and Bay of Chaleurs, and other places on the coast of the Province of Canada, are of great importance, not only to the said Province but to the British Empire; And whereas it is also of great importance to the said Province, that its Mines and Mineral wealth should be properly worked and brought into useful operation, and to accomplish the purposes aforesaid, it is expedient to establish a Body Politic and Corporate, with the powers, rights and privileges hereinafter

hereinafter contained, and more particularly with power to the said Body Politic and Corporate, to hold lands, tenements and hereditaments necessary to the carrying on their business in the said Province of Canada, to them and their successors, either by acquisition from the Crown or by purchase from individuals, and to work any Coal Mine or Coal Mines found thereupon, Mines and Minerals thereunto appurtenant and belonging, and with full power to work the same, and to hold and possess immoveable and moveable property of every description ; And whereas Charles Cunningham, of Clarges-Street, in the County of Middlesex, Richard Norman, of Bryanstone Square, in the said County, and Samuel Amory, of Throgmorton-Street, also in the County aforesaid, in that part of the United Kingdom of Great Britain and Ireland called England, Esquires, in order to carry the aforesaid purpose into effect, have, by their petition in this behalf, represented that they are, on behalf of themselves and other persons, prepared to raise by subscription a capital of one hundred and fifty thousand pounds, sterling, when they shall be duly authorized and protected in so doing, by an Act of Incorporation passed by the Provincial Legislature of Canada, and by a Charter from the Crown ; Be it therefore enacted, by the Queen's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and of the Legislative Assembly of the Province of Canada, constituted and assembled by virtue of and under the authority of an Act passed in the Parliament of the United Kingdom of Great Britain and Ireland, intituled, *An Act to re-unite the Provinces of Upper and Lower Canada, and for the Government of Canada*, and it is hereby enacted by the authority of the same, that the said Charles Cunningham, Richard Norman, Samuel Amory, and such and so many other person or persons, Bodies Politic or Corporate as have become or shall at any time hereafter become Subscribers or Shareholders of or for the Capital Stock hereinafter mentioned, in manner hereinafter provided, and their respective successors, executors, administrators and assigns, or such other person or persons, Bodies Politic or Corporate, as shall from time to time be possessed of or entitled to such shares as hereinafter provided, shall be a Body Politic or Corporate in the Province of Canada, in deed and in name, by the name of "The Gaspé Fishery and Coal Mining Company," and by that name shall and may sue and be sued, implead and be impleaded in all Courts of Law and Equity in the said Province of Canada, and shall, during the continuance of this Act, have uninterrupted succession with a Common Seal, which may by them be changed or varied at their pleasure.

Certain persons incorporated for the purposes mentioned in the Preamble.

Corporate name and powers.

II. And be it enacted, that it shall be lawful for the said Company to engage in and follow the occupation of carrying on the Fisheries, and such Trade as may be necessary to the carrying on of the said Fisheries in the Gulf of St. Lawrence, the Bay of Chaleurs, and elsewhere, on the sea coast of Canada, and it shall be further lawful for the said Company, their Agents and Servants to land (saving always

always the rights of others) on any part of the said sea coast of Canada, and on the banks or shores of the Bays, Harbours, Creeks and Rivers of the said Gulf within the said Province (except where the same are private property or are occupied) to salt, cure and dry the Fish which they may catch or purchase, and to do all such other lawful and needful acts as may be necessary effectually to prepare and export the same for sale to the several markets for which the said Fish may be intended.

III. And be it enacted, that it shall be lawful for the said Company to hold to them and their successors such lands, tenements, hereditaments and immoveable property of every description, as may be necessary to the carrying on the business of the said Company, the value thereof not to exceed at any one time Fifty thousand pounds, sterling, within the District of Gaspé, in the said Province, and that it shall be lawful for the said Company to dig, sink, work or make mines, pits and shafts, and to drive drifts, waterfalls or watercourses upon and under the surface of the lands, tenements and hereditaments so acquired by them (without prejudice always to the rights and property of Her Majesty and of any others) by grant or purchase, for the winning and getting of Coal, in, upon, or out of any part of the said lands, tenements and hereditaments; and it is hereby enacted and declared, that if the said Company shall at any time hold such lands, tenements and hereditaments, and immoveable property as aforesaid, exceeding the aforesaid sum in value, then this Act shall cease and determine, and the said Company shall forfeit all, each and every the rights and privileges hereby conferred.

The Company may carry on Fisheries in certain parts of the Province.

They may hold lands to a certain annual value, and may carry on the mining business.

IV. And be it enacted, that the Capital or Joint Stock of the said Company shall be used and applied in establishing and carrying on the said undertakings, and for the purposes aforesaid; and that the shares in the said advantages, and in the profits and undertakings thereof, shall be, and be deemed personal estate and moveable property in the Province of Canada, and as such personal estate and moveable property shall be transmissible accordingly.

Capital stock to be applied to certain purposes:—to be personal property.

V. And be it enacted, that all and every person and persons, Bodies Politic or Corporate, by or from whom any subscription shall be made or accepted, or any payment made pursuant to the provisions herein contained for that purpose, for or towards the raising of the said Capital of One hundred and fifty thousand pounds, sterling, as aforesaid, his, her or their successors, or executors or administrators and assigns, respectively, (no such subscription being less than one hundred pounds, sterling) shall have and be entitled to a share of, and in the said Capital or Joint Stock of the said Company in proportion to the monies which he, she or they shall have so contributed towards making up the same, and shall have and be entitled to a proportionable share of the profits and advantages attending

Subscribers of sums not less than £100 to be deemed stockholders, and entitled to a share of profits.

tending the Capital of the said Company, and shall be admitted to be a proprietor or proprietors of and in the same.

The Company shall cause the names of all shareholders to be entered in proper books.

VI. And be it enacted, that the said Company, or the Directors to be appointed by virtue of this Act, shall cause the names and designations of the several persons, Bodies Politic and Corporate, who shall subscribe for or at any time hereafter be entitled to a share or shares in the said Company with the number of such share or shares, and also the proper number by which every share shall be distinguished, to be fairly and distinctly entered in a book or books, to be kept by their Clerk or Secretary.

Stock subscribed for to be paid up by instalments, and if not paid the amount may be recovered by the Company.

VII. And be it enacted, that the several persons, Bodies Politic or Corporate, who shall subscribe for and towards the said Capital, or shall at any time hereafter have or hold any share or shares in the same, shall and they are hereby required to pay the sum or sums of money by them respectively subscribed, or such part or portions thereof as shall from time to time be called for, pursuant to or by virtue of the provisions of this Act, at such times and places to such person or persons, and in such manner as shall be ordered and directed by the Directors for the time being of the said Company, or such of them as shall be present and constitute a Board of Directors, or the majority of them, and in case any person or persons, Bodies Politic or Corporate, shall neglect or refuse to pay any such sums of money at such times and in such manner as shall be so ordered and directed as aforesaid, it shall be lawful for the said Company to sue for and recover the same together with lawful interest from such appointed time of payment, from such person or persons, Bodies Politic or Corporate, or in cases where two or more persons, Bodies Politic or Corporate, shall have jointly subscribed for or be jointly possessed of any one or more share or shares in the said Company, then from all, any or either of such persons Bodies Politic or Corporate.

Which of the joint-owners of any share or shares shall vote in respect thereof, &c.

VIII. And be it enacted, that whenever two or more persons, Bodies Politic or Corporate, shall be jointly possessed of or entitled to any share or shares in the said Company, the person whose name shall stand first in the book of the said Company as proprietor thereof, shall, for all the purposes of the said Company and of this Act, be deemed and taken to be the owner and proprietor of such share or shares, and all notices required to be given to the owner or proprietor of any share or shares, in the said Company, shall and may be given to or served upon such person or body, whose name shall so stand first in the books of the said Company, and such service upon such person or body shall be deemed and taken to be a service upon all the owners or proprietors of such share or shares, for all the purposes for which such service is intended to be made upon the owners or proprietors of such share or shares, and all such owners or proprietors shall be entitled

entitled to give their vote or votes in respect thereof, by the person or body whose name shall stand first in the books of the Company, as such proprietor of such share or shares, and his vote shall on all occasions be deemed and allowed to be the vote in respect of the whole property in such share or shares, without proof of the concurrence of the other proprietor or proprietors of such share or shares.

IX. And be it enacted, that it shall be lawful for the several proprietors of the said Company, their executors, administrators, successors and assigns, to sell and transfer any of their share or shares, and every transfer thereof may be in the form and to the effect given in the Appendix to this Act, or in any other convenient form to be devised by the said Company, and every such transfer shall not only be under the hand or hands of the member or members transferring such share or shares, but of the person or persons, Bodies Politic or Corporate to whom the same shall be transferred, or some person by such transferer or transferers and transferee or transferees lawfully authorized, and which said transfer shall be made and entered in a book to be kept by the said Company for that purpose, for which a fee shall be paid to and for the use of the Company, not exceeding ten shillings for each share transferred, to be from time to time fixed by the Directors or a majority of them, and that such transfer shall effectually transfer the whole estate and interest in such share or shares of the person or persons so making or authorizing the same to the person or persons, Bodies Politic or Corporate so taking or accepting such transfer; which person or persons, Bodies Politic or Corporate, shall thenceforth become in all respects members of the said Company in respect of such share or shares in the place of such person or persons so transferring the same or authorizing the same to be transferred, and that until such transfer shall be made and entered in such book in manner aforesaid, no person or persons claiming an interest in any such share or shares, by purchase or otherwise, shall be deemed the proprietor or proprietors thereof, or shall be entitled to any dividend or beneficial interest in the said Capital Stock in respect thereof, nor until six calendar months after such transfer shall have been made, be entitled to vote at any meeting or meetings in respect of such share or shares, and a copy of such transfer, extracted from the said book and signed by the Clerk, Secretary or other Officer of the said Company, duly authorized thereto, shall be sufficient evidence of every such transfer, and be admitted and received as such in all Courts of Law.

Stock may be transferred by assignment in a certain form.

Votes on transferred stock.

X. And be it enacted, that the Directors hereinafter mentioned, or the Directors for the time being, or such of them as shall be present at and constitute a Board of Directors, or the majority of them, shall have full power to make such call or calls for money from the several subscribers and proprietors for the time being

Certain powers vested in the Board of Directors.

Instalments  
how called for.

being of the said Company, their respective Executors, Administrators, Successors and Assigns, not exceeding in the whole the sum of one hundred pounds, Sterling, on each of the shares held by him, her or them, respectively, as the said Board of Directors shall from time to time find wanting and necessary for the purposes of the said Company, so that no one call do exceed the sum of ten pounds, sterling, for or in respect of any one share of one hundred pounds, and so that no call or calls be made for any instalment short of three months public notice, and the sum or the several sums of money so to be called for shall be paid to the Bankers of the said Company for the time being, or to such other person or persons, and at such time and place, as shall be appointed by the said Board of Directors, of which time and place twenty days previous notice at least shall be given in the London Gazette, and in such two or more of the daily London Newspapers, and in the Quebec Gazette published by authority, and in such two or more of the weekly or daily Canada Newspapers, as the said Board of Directors shall direct: Provided always, that any person or persons, may if he or they think fit, pay down at any one time the full amount of their subscription and Stock, who shall in that case be entitled to a proportion of the profits arising thereupon from the day of the payment thereof.

Notice to be  
given.

Proviso.

Forfeiture  
of Shares on  
which instal-  
ments duly  
called for shall  
not be paid in.

XI. And be it enacted, that if any proprietor or proprietors of any share or shares in the said Company, his, her or their Executors, Administrators, Successors or Assigns, shall neglect or refuse to pay any call or calls which shall be so made as aforesaid during the space of six calendar months next after the time appointed for payment thereof, together with lawful interest from the appointed time of payment, then and in every such case, such person or persons, Bodies Politic or Corporate, so neglecting or refusing, shall absolutely forfeit all his, her or their share or shares in the said Company, and all profits and advantages thereof, and all money theretofore advanced by him, her or them, on account thereof to and for the use and benefit of the said Company, and all shares which shall or may be so forfeited, shall or may, at any time or times thereafter, be sold at a Public Sale for the most money that can be gotten for the same, and the produce thereof shall go to and make part of the Capital Stock of the said Company, and such share or shares so forfeited and sold, shall be assigned and transferred to the purchaser by an instrument under the Common Seal of the said Company, in the manner required upon other transfers of any share or shares, but no advantage shall be taken of such forfeiture of any share or shares until the same shall be declared to be forfeited at some general or special meeting of the said proprietors, which shall be held not earlier than six calendar months next after the said forfeiture shall happen, and that every such forfeiture so to be declared shall be an absolute indemnification and discharge to and for the proprietor or proprietors, or his, her or their Executors, Administrators, Successors and Assigns so forfeiting,  
against

Sale of such  
Stock.

against all actions, suits and prosecutions, and from all liability in respect thereof, and for any breach of contract or other agreement between such proprietor or proprietors, his, her or their Executors, Administrators, Successors and Assigns, and the said Company, in respect of such share or shares, with regard to the future carrying on, and management of the said Company.

XII. And be it enacted, that for the better ordering, managing and governing the affairs of the said Company, and for making and establishing a continual succession of persons to be Directors and Auditors of the said Company, there shall be from time to time constituted in manner hereinafter mentioned, out of the members of the said Company, a Chairman, who shall also be a Director and five other Directors as hereinafter mentioned, and two Auditors of the said Company, and a Secretary, which Chairman and other Directors, or any three of them, shall constitute and be called a Board of Directors for the ordering, managing and directing, in the manner and under the provisions hereinafter contained, the affairs of the said Company.

Directors,  
Auditors, and  
Secretary how  
appointed.

Board.

XIII. And be it enacted, that it shall and may be lawful for all and every the members or shareholders of the said Company, from time to time, to assemble and meet together at any convenient place or places in London, for the choice of a Chairman and other Directors and Auditors, and for the making of By-Laws, Rules, Orders and Regulations for the government of the said Company, and for other affairs or business concerning the same, six weeks previous notice thereof being given by advertisement in the London Gazette and in two or more of the daily London Newspapers, and in the Quebec Gazette, and two or more of the Canada Newspapers, and that such meeting being so duly assembled, shall, with the assent of the majority of proprietors so assembled, have power to adjourn from time to time, as shall be convenient, and that on some day or days, within two years from and after the passing of this Act, and in every succeeding year, there shall be yearly and successively chosen all succeeding Chairmen, Directors and Auditors of the said Company, out of the members of the said Company, by a majority of the votes of all and every such members of the said Company in general meeting assembled, as shall be personally present, and of all Bodies Politic and Corporate, who may vote by deputation under their Common Seal at such meeting, who shall be entitled to vote, in respect of their share in the said Capital Stock of the said Company, in the proportions following, that is to say: that every holder of five and less than ten shares, in the said Capital Stock, shall be entitled to one vote; every holder of ten and less than twenty shares, to two votes; every holder of twenty and less than twenty-five shares, to three votes; and every holder of twenty-five shares or upwards, to four votes, and no more: Provided always, and it is hereby enacted, that if any member, or shareholder of the said

Meetings of  
the Share-  
holders, how  
called and  
held.

Number of  
Votes to which  
each Share-  
holder shall  
be entitled.

Proviso.

In certain cases Shareholders may vote by proxy.

said Company shall be unable to attend the said general meeting or meetings by reason of his permanent residence in Canada or elsewhere out of the United Kingdom, it shall be lawful for every such member or shareholder to vote by proxy at such general meeting or meetings, and the vote by proxy of such member or shareholder shall be as effectual and valid, and shall be subject to the same rules, regulations and directions as if the said member or shareholder attended to vote in person, and the election of such Chairmen, Directors and Auditors at the annual or other elections shall take place by ballot, or in such other mode as shall be determined by any By-law of the Company to be made as herein provided.

Qualification of Chairman, Directors and Auditors.

XIV. And be it enacted, that no person shall at any time be capable of being chosen Chairman or other Director or Auditor of the said Company, unless he shall, at the time of such election, be a natural born or naturalized subject of the United Kingdom, and shall also have in his own name and in his own right five shares or more of the Capital Stock of the said Company, and that no Director or Auditor shall continue in office longer than the continuance of such his interest in such number of shares in his own name and right, and to his own use, and in case any Chairman, other Director or Auditor shall be in any manner divested of or part with such of his shares as to reduce the same to any lesser number than as aforesaid, then the Board of Directors for the time being at their next meeting when such fact shall be made to appear to them, shall proceed to declare the office of such Chairman or Director or Auditor, so divested of or parting with his said shares as aforesaid, to be vacant, and the said vacancy or vacancies so declared shall be filled up in the same manner as in the case of other vacancies at the General Meeting of the said Company, which shall be duly held next after such declaration, and that in every case where any Chairman or other Director or Auditor shall happen to die or resign his office before the annual election of such Officers, the major part of the Members of the said Company qualified as aforesaid to be assembled in a General Meeting, shall and may elect and choose any other Member or Members of the said Company qualified as aforesaid, into the office of such Chairman, other Director or Auditor that shall so die or resign, which person or persons so to be elected, shall continue in his or their said office for such and the like period as the Chairman, Director or Auditor had to serve, in whose place or stead he shall be so elected.

Vacancies in certain cases, how to be filled.

Shareholders at General Meetings may fix the remuneration of Officers.

XV. And be it enacted, that it shall and may be lawful for the said Company, at any General Meeting, to grant such salaries and allowances to be paid to the said Chairman, and other Directors and Auditors, and Secretary of the said Company, as may be deemed expedient.

Special General Meetings, how called.

XVI. And be it enacted, that upon the requisition in writing of any ten or more of the Members of the said Company, each having not less than five shares in the said



said Capital Stock, the Board of Directors shall, within six weeks after such requisition, (and of which such notices shall be given as hereinbefore directed.) summon and call a Special General Meeting either for General or Special purposes, to be held, of the Members of the said Company qualified to vote as electors as aforesaid, and in default of the Board of Directors to summon and call such meeting, it shall be lawful for the said ten or more Members having such shares as aforesaid, upon six weeks previous notice, by advertisement under their hands in the London Gazette, and in two or more of the daily London newspapers, and in the Quebec Gazette, and two or more of the Canada newspapers, to summon and hold a Special General Meeting in London, and there to consider and debate upon any business relating to the Government or affairs of the said Company. And in case such Special General Meeting shall have been convened for any special purpose, then to proceed in such special matter, and to come to any determination or to despatch any business belonging to such special purposes, or otherwise to come to any resolution or resolutions for the further examination into the matters relating to the affairs and government of the said Company. And that it shall and may be lawful, in pursuance of any resolution by the majority of the Members composing such Special General Meeting, to adjourn the same to a day then to be fixed upon, and so from time to time, and that such Special General or adjourned General Meeting, composed of Members qualified as aforesaid, shall be holden finally to determine by the majority of their voices upon all resolutions relating to the affairs and government of the said Company: Provided always, that in every such case the requisition and summons for a General Meeting shall express the purpose thereof.

Proceeding  
at such Special  
General Meet-  
ing.

Proviso.

XVII. And be it enacted, that it shall and may be lawful to and for all and every the Members of the said Company, qualified to vote as aforesaid, in a General Meeting duly assembled by the majority of votes of those there present, to make and constitute such By-laws, rules, orders and regulations for and relating to the affairs and government of the said Company, so that such By-laws, rules, orders and regulations be not repugnant to the Laws and Statutes of this Province, nor repugnant to any of the enactments herein contained: Provided always, that such By-laws, rules, orders and regulations, be duly recorded in the Public Book of the said Company, so that the same may be at all reasonable times accessible to the Members and Officers of the said Company, and others whom it may concern.

Sharehold-  
ers at General  
Meetings may  
make By-laws.

Proviso.

XVIII. And be it enacted, that the Chairman of the Board of Directors shall preside and act as Chairman of the said General Meetings, and if it shall so happen that at any Meeting of the said Directors, or at any General Meeting of the said Company, the said Chairman shall not attend, it shall be lawful for the majority of

Chairman of  
the Board of  
Directors to  
preside at Ge-  
neral Meet-  
ings.

of the Directors then present to appoint a Chairman for that occasion, and in case no Director shall be present at a General Meeting of the said Company, or in case the Director or Directors present shall not appoint a Chairman for such occasion, it shall be lawful for the Members of the said Company then present, or a majority of them, to appoint a person to preside at such Meeting, and the Chairman of the Board of Directors or other person presiding at any such Meeting, shall, in case of an equality of votes, have a second or casting vote.

If not present, a Special Chairman may be appointed.

What property shall form the Capital Stock of the Company.

XIX. And be it enacted, that all sums of money paid and received in respect of the shares of the said Company, together with all acquisitions or investments whatsoever, whether real or personal, immoveable or moveable, or wheresoever lying, being and situated; whether vested in the said Company in their own name or in the names of Trustees, or in what manner soever the same shall be vested, shall form and constitute the Joint or Capital Stock of the said Company and their Successors, and shall be liable and answerable for the debts, liabilities and engagements of the said Company: And no shareholder of the Company shall be liable for, or charged with the payment of any debt or demand due from the Company beyond the extent of his or her share in the Capital of the Company not then paid up.

Shareholders not to be liable for more than the amount of their Stock.

Additional Stock may be raised if the sum before mentioned, shall be insufficient.

XX. And be it enacted, that in case the said sum of one hundred and fifty thousand pounds, sterling, shall be found insufficient in the opinion of the Board of Directors of the said Company, to carry into full effect the beneficial purposes aforesaid, then, and in such case it shall be lawful for the Members of the said Company for the time being, in pursuance of any resolution adopted at and confirmed at a subsequent General or General Special Meeting, to raise and contribute amongst themselves, in such shares and proportions as they shall think proper, or by the admission of new subscribers, any further or other sum of money not exceeding the sum of one hundred thousand pounds, sterling, and every subscriber towards raising such further sum of money shall be a Proprietor of and in the Capital of the said Company, and shall have a like vote in respect of his or her shares in the said additional sum so to be raised, and be liable to such forfeitures and stand interested in all the rights, profits and advantages of the said Company, in proportion to the sum he, she or they shall subscribe to the said Capital so extended, to all intents and purposes, as if such further or other sum hereby allowed to be subscribed for or raised had been originally part of the Capital of the said Company, any thing hereinbefore contained to the contrary in anywise notwithstanding.

Rights of subscribers to such additional Stock.

Meetings of the Directors regulated.

XXI. And be it enacted, that the said Chairman and other Directors for the time being, or any three or more of them, shall and may, from time to time, and

and at all convenient times, and when and as often as they shall think fit, assemble and meet together at any place or places in London, for the direction and management of the affairs of the said Company, and being so assembled, shall in all respects conform themselves to the By-laws, rules, orders and regulations of the said Company, and subject to all such By-laws, rules, orders and regulations, shall have the direction and management of the affairs and business of the said Company, and of all traffic, commerce and dealings relating thereto, and also, the disposition and investment of all cash, bills, notes and other securities belonging to the Company, and also, full power and authority to enter into all contracts, whether under seal or otherwise, on behalf of the Company, and to make and execute all assignments, conveyances, and all other acts to which the Corporate Seal is required to be affixed, and to appoint a Counsel, Secretary and Solicitor, and all Clerks, Agents, Servants or other Officers which shall from time to time be considered necessary to be employed in the affairs and business of the said Company, and to allow and pay them such reasonable salaries and allowances, and to displace or remove them or any of them as they shall see cause, and generally to do and act in all matters and things whatsoever which they shall judge necessary for the well ordering and managing of the said Company and the affairs thereof, and to do, enforce, perform and execute, all the powers, authorities, provisions, Acts and things in relation to the said Company, and to bind the said Company as if the same were done by the whole Corporation: Provided also, that in no case shall the Corporate Seal of the said Company be affixed to any instrument whatever, except by order in writing of the Board of Directors, and in the presence of at least two of the Directors, who shall attest by their signatures such sealing, and that the same was done by order of the Board of Directors, which attestation shall be evidence of the fact of such order.

Their powers.

XXII. And be it enacted, that this Act shall not be in force nor have effect until the said Company shall have obtained a Charter from Her Majesty, Her Heirs or Successors, in conformity to the provisions thereof, in so far as regards matters to be transacted, or things to be done out of or beyond the limits of this Province.

This Act not to be in force till a Royal Charter is obtained.

XXIII. And be it enacted, that the said Company shall, when and so soon as the same, pursuant to this Act shall be operative in this Province, open an office or counting-house in each of the Districts of Quebec and Gaspé for the transaction of their business.

Offices to be opened in Quebec and Gaspé.

XXIV. And be it enacted, that in case of actions, suits or demands against the said Corporation in any of the Law Courts in this Province, service of the summons, writ, or process of Court issuing in any such action, suit or demand, at the

At what place service of Process may be made on

the Company in this Province.

the ordinary office or counting-house therein of the said Company, shall suffice to hold the said company to appear and plead to the action, suit or demand against such Company.

What amount of Stock shall be paid up before the Company shall go into operation.

XXV. And be it enacted, that before this Act shall have its full effect, and the said Corporation be operative in this Province, evidence, satisfactory to the Governor or person administering the Government thereof for the time being, shall be laid before him that the requirements of this Act have *bona fide* been complied with, and that one half at least of the said Capital sum of one hundred and fifty thousand pounds, sterling, has actually been paid up by the Subscribers or Stockholders of the said Company, and at the disposal of the Directors thereof for the purposes of the Company, in accordance with this Act, and notice thereof given by proclamation, or otherwise, in such manner as His Excellency shall deem advisable, whereupon the said Company and Corporation shall be operative in this Province.

Proclamation required.

Certain accounts relative to the affairs of the Company, to be laid annually before the Legislature.

XXVI. And be it enacted, that it shall be the duty of the said Corporation and of the person or persons entrusted with the chief gestion of its affairs in this Province, to lay annually before the three branches of the Legislature thereof, in the course of the first fifteen days after the opening of the Session, a general statement upon the oath of the Manager, Agent or Chief Clerk of the said Company in this Province, before any of the Justices of the Court of King's Bench, Queen's Bench or other Superior Court of Civil Jurisdiction, of the affairs of the said Company, shewing as well the amount of its liabilities, as the assets, or means of meeting the same in this Province, in moveable property or effects and estate real or immoveable, and such Manager, Agent or Chief Clerk being charged before any competent Court of Criminal Jurisdiction of false swearing in the matter of the said statement, shall be tried, and if found guilty be punished in like manner, as if he had been charged and convicted of the crime of wilful and corrupt perjury.

The Company not to act as Bankers.

XXVII. Provided always, and be it enacted that nothing in this Act contained shall be held to authorize or warrant the said Corporation to act as Bankers, or to issue or keep in circulation notes in the nature of bank notes, or to make such notes valid in law, if issued by or in the name of the said Corporation.

Public Act.

XXVIII. And be it enacted, that this Act shall be deemed a public Act, and as such judicially be noticed by all Judges, Justices and others whom it shall concern, without being specially pleaded.

Rights of the Crown saved.

XXIX. And be it enacted, that nothing in this Act contained shall in any manner derogate from or affect the rights of Her Majesty, Her Heirs or Successors,  
or

or of any Person or Persons, Body Politic or Corporate, except in so far as the same may be specially derogated from or affected by the provisions of this Act, nor shall the same extend or be construed to extend to confer upon the said Company any right of property in the Ores or Minerals in or upon, or under the surface of the said lands and tenements and hereditaments of the said Company, beyond such as may be conferred by the titles of the said Company to the said lands, tenements or hereditaments, or by the laws in force in that part of the Province in which the same shall or may be situate.

Right of the Company to ores and minerals to be governed by their titles.

XXX. And be it enacted, that this Act shall be and remain in force until the first day of May, which will be in the year of Our Lord one thousand eight hundred and seventy three, and no longer.

Duration of this Act.

A P P E N D I X .

I (or we) \_\_\_\_\_ of \_\_\_\_\_ in consideration of \_\_\_\_\_  
 paid to me (or us) by \_\_\_\_\_ of \_\_\_\_\_ do hereby bargain,  
 sell, assign and transfer unto the said \_\_\_\_\_ the sum of \_\_\_\_\_  
 Capital Stock, of and in the undertaking called the Gaspé Fishery and Coal  
 Mining Company, being \_\_\_\_\_ share (or shares) number (or numbers)  
 in the said undertaking, to hold unto the said \_\_\_\_\_ Executors,  
 Administrators, or Assignees, subject to the same Rules, Orders and Regula-  
 tions, and on the same conditions that I (or we) held the same immediately be-  
 fore the execution hereof, and I (or we) the said \_\_\_\_\_ do  
 hereby agree to accept and take the said \_\_\_\_\_ (share or shares)  
 subject to the same Rules, Orders, Regulations and conditions.

As Witness our Hands and Seals, this \_\_\_\_\_ day of \_\_\_\_\_ in the  
 year of Our Lord 18 .

C A P .